

EXHIBIT E

May 31, 2005

Leroy Bensei
101 Windward Drive
Manahawkin, New Jersey 08050

Re: Bensei, et al v. ALPA
02cv4284 (JEI)

Dear Mr. Bensei:

TWA Pilots Action Fund and TWA Pilots v. ALPA Fund ("Trustees: LeRoy Bensei, Robert Pastore, Michael Finucan, Howard Hollander and Charles Parker") retained Cureton Caplan PC ("the Firm") to represent a class of former TWA pilots against ALPA, TWA LLC, American Airlines, and APA. The parties entered into a fee agreement which provided for a maximum monthly payment to the Firm; reduced hourly rates customarily charged by the Firm for representations of this nature and magnitude; and for a contingent fee dependent on the outcome of the case. The Firm represented the Class by initiating and litigating the above referenced; and the matter was dismissed by the District Court. The parties then negotiated a second fee agreement concerning the appeal of the dismissal of the case to the Third Circuit Court of Appeals. The Third Circuit Court of Appeals affirmed the dismissal of the case against American Airlines and APA and reversed the dismissal against ALPA. The litigation is now entering the discovery stage as to the dispute between the Class and ALPA.

The Firm has provided services for which it billed according to the two prior fee agreements. The Firm provided services which exceeded the amounts paid to it on the two prior fee agreements; and the parties now wish to enter into a third fee agreement concerning the continued representation of the Class by the Firm regarding the litigation against ALPA.

This letter will confirm that we will be continuing to represent the Class in connection with the legal matters described in Section 1 below. This letter is an attorney/client communication and as such is privileged and confidential. We request that you return a signed copy of the enclosed letter to confirm your agreement to the following terms.

1. Scope of Representation

We will be representing you, including the class of pilots formerly employed by TWA, TWA L.L.C. and currently employed by American Airlines, in connection with your claims against the Air Line Pilots Association ("ALPA") currently

pending before the U.S. District Court for the District of New Jersey, Camden Vicinage at the above captioned docket number.

2. Counsel Fees – Hourly Fees and Contingency Fee

Our fees are customarily based on the time we expend on behalf of our clients at the hourly rates in effect when the services are performed. Due to the complex nature of this matter, the degree to which our staff will be committed to this matter and unable to work on other matters, the rates charged by prior counsel and opposing counsel, we would normally charge you at the rate of \$350.00 for partners and \$200.00 for associates. However, in light of the limited funding available to prosecute this case, we anticipate that you will not be able to properly fund a case of this magnitude. In fact, we understand that your ability to pay our fees is dependent on the success of your efforts to obtain financial support from other former TWA pilots.

We agree to look only to the TWA Pilots' Action Fund and the TWA Pilots v. ALPA Fund (collectively the "Funds") for payment of our fees. We will not look to any individual or trustee of the Funds. This letter will serve to advise the Funds of our Firm's billing and payment policies regarding these and future matters.

We are willing to accept this representation on upon payment of a flat monthly fee. We also agree that you will pay us \$10,000 per month for our fees. This monthly payment does not include our costs or any referral fee. Thus, you will pay to the Firm on a monthly basis the sum of \$10,000, which represents our fee for our services performed. Our costs will be paid separately. Any referral fee will be in addition to, and not part of, our monthly fee. We expect that our fees will exceed the monthly payment. Historically, in this case, we have exceeded our monthly cap by twice the amount of the cap, and at a time when the cap was \$35,000.

This agreement to accept the monthly fee of \$10,000 shall be renegotiated if this matter is scheduled for trial. The parties recognize that the trial of this matter shall require significantly more effort and expense than any other stage of this proceeding, and accordingly the monthly cap would be increased to reflect the additional effort and expense.

I also note that you have retained Alex Stremmler, Esquire and Henry Tyler, Esquire to assist with this legal effort and will compensate them independent of this Agreement. The Firm will not be responsible for Ms. Stremmler's and Mr. Tyler's compensation. Ms. Stremmler and Mr. Tyler will be working on this matter under my Firm's direction. They are anticipated to play a significant role in the discovery phase of this lawsuit, including document management, offensive and defensive depositions, research, and client communications. Our agreement to accept a flat monthly fee of \$10,000 is dependent and conditioned on Ms Stremmler's and Mr. Tyler's continued support.

You agree that in the event we are successful in obtaining a monetary judgment or settlement, that we will be entitled to a contingent fee as a percentage of any such recovery. The contingent fee will be twenty five percent (25%) of the net recovery. Net recovery is the current monetary value of any additional benefit obtained on your behalf as a result of our representation in this matter.

If court approval of our hourly or contingent fee is required, you agree to take the necessary actions to support the fees that you have agreed to. For example, you will not object to the fees and further, that you concur that they are reasonable and fair under the circumstances. If the Court does not approve the contingency fee, then you will support a recalculation of our fees at our normal hourly rates for a case of this nature (i.e. \$350.00 for partners; \$200.00 for associates). This recalculated hourly fee will then be recommended to the Court, with your approval, as an alternative fee.

If no recovery is obtained, you will not be responsible for any fees other than the hourly fees and costs that you have paid and that may be outstanding at the time of the conclusion of the case.

3. Costs

In addition to fees for services, you will be responsible for costs which may be incurred in connection with these or future representations. These costs include, for example, court filing fees, service fees, expert witness fees, expenses for other testimony including depositions, expenses for other evidence including witness fees, Retainer Agreement, expenses for other testimony including depositions, expenses for other evidence including witness fees, secretarial overtime necessitated by the demands of the matter, exhibit preparation fees and photographs, photocopy and document reproduction costs, computerized research, investigator's fees, costs of briefs and transcripts on appeal, if any, and long distance telephone, telecopier, special postage and travel expenses. In certain situations involving significant disbursements, we may ask that you make direct payment to the supplier for such costs.

4. Referral Fee

This matter was referred to James Landgraf, a certified civil trial attorney in the State of New Jersey. Cureton Caplan is obligated to pay a referral fee to the law firm of Rabil Ropka Kingett & Hartzell, LLC. This referral fee has been paid out of the fees earned by Cureton Caplan, and not out of any part of a recovery to which the clients are entitled. You already have a copy of the current referral fee agreement in your possession. It is our intention to approach the Rabil, Ropka law Firm regarding a different fee agreement, and our assent to this agreement is conditioned upon the negotiation and execution of a new, mutually satisfactory referral fee agreement with Rabil and Ropka.

5. Fees owed to the law Firm of Boies, Schiller & Flexner LLP

Mr. Bensei has informed Cureton Caplan that he and/or the former TWA pilots may owe legal fees billed by to the Boies Firm but unpaid as of the date of this agreement. Any obligations of the clients to the Boies Firm is the obligation of the clients, and will not be paid to that Firm out of legal fees earned by and owed to Cureton Caplan.

6. Billing

Our invoices will be paid within fifteen (15) days of receipt. If you object to any charges shown on our bill, you must bring to our attention any such objection within fifteen (15) days of the receipt of our bill.

We estimate that attorneys fees in this matter could run in the neighborhood of \$30,000 to \$50,000 per month in light of the volume of work tight discovery schedule which we expect the Court to impose upon the Class. You have informed us, that in your best judgment, you can raise sufficient monies to fund this litigation, although you do not guarantee that you can do so, and we understand that there is some financial risk to our proceeding. The Funds agree, however, that should your belief be proven incorrect, or that the Funds fail to use their best efforts to raise the necessary funds, that we may suspend further work to the extent permitted under the Rules of Professional Conduct and seek to withdraw from this litigation on grounds of if our fees remain unpaid, and the Funds will not oppose a withdrawal based upon those grounds. You understand that this action is a major commitment of this law Firm, and inability to fund the litigation could cause irreparable harm to the Firm. Moreover, should it be necessary to institute or participate in legal proceedings (including arbitration proceedings) to collect our fee, the Funds will be responsible for all counsel fees and costs incurred by us in collecting our fee, including the time value based upon our hourly rates currently in effect of any time that any attorney or employee of our Firm spends collecting our fee in the course of such proceedings. Those additional fees and costs shall be considered fees and costs under sections 2 and 3 of this letter.

7. Our Role as Counsel

The Funds recognize that the Firm has been appointed as lead counsel to the Class. While the Firm will consult with named class representatives regarding the strategies and goals of this litigation, the Funds recognize that counsel's judgment regarding what is best for the class is paramount. At no time will the Funds condition payment to the Firm upon the Firm's agreement to follow some strategy or goal as desired by the Funds, any fund trustee, or any named or un-named representative of the class. Any such attempts which interfere with the Firm's rights under this Agreement or its duties to the class will be grounds for disqualification of the interfering member from the class or this Firm's withdrawal from this matter.

Kindly return a signed copy of this letter. If you have any questions about this office's billing or payment policies, please contact me. We look forward to working with you in connection with these and future matters.

Very truly yours,

CURETON CAPLAN, P.C.

Jerald R. Cureton

JRC/dd
Enclosure

Accepted and agreed to by Trustees:

LeRoy W. Bensel

Robert Pastore



Michael Finucan

Howard Hollander

Charles Parker

Q:\VIBENSL-ALPA\Correspondence\Fee agrmt re 20050428 re Stremier, Tyler.doc

EXHIBIT F



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
01/04/2005
Our File Number: 3895-001B
Invoice No: 51600

Air Line Pilots Association

*Payments received after 01/04/2005
are not included on this statement.*

Services

11/23/2004	JRC	Receipt and review of emails from H. Thomas Hunt, III, Esq.	0.50	120.00
12/07/2004	HTH	Telephone w/ client B. Bensel	0.50	120.00
12/08/2004	HTH	Correspondence with Donio, A.	0.10	24.00
12/09/2004	AV	Review and analyze emails re ongoing efforts	0.20	48.00
		For Current Services Rendered	1.30	312.00

Expenses

12/31/2004	Photocopy charges	0.75
	Total Expenses	0.75
	Total Current Work	312.75
	Previous Balance	\$271,883.33
	Balance Due, Please Remit	<u>\$272,196.08</u>

Aged Due Amounts					
0-30	31-60	61-90	91-120	121-180	181+
15,628.50	0.00	0.00	0.00	5,737.50	250,517.33

Your Sovereign Bank Trust account balance is

12/22/2004	Opening Balance	\$0.00
	Check #0998 from Rabil & Ropka, LLC, Escrow Agent fro TWA Pilots Action Fund.	23,377.66
	Closing Balance	<u>\$23,377.66</u>



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
02/03/2005
Our File Number: 3895-001B
Invoice No: 52802

Air Line Pilots Association

*Payments received after 02/03/2005
are not included on this statement.*

Services

01/10/2005	AV	Preparation of memo re attendance at conference	0.10	24.00
01/11/2005	AV	Telephone conference with Bensel; review email from bensel	0.30	72.00
01/12/2005	AV	office conference re status and strategy	0.70	168.00
	HTH	File memorandum , prepare Catell re: document orgnation/war room	0.20	48.00
	HTH	Documents, prepare Rule 26 disclosures/assemble info.	0.20	48.00
	HTH	Conference w/ JRC/AV re: damages, discovery, experts, etc.	0.60	144.00
01/13/2005	JRC	telephone conference with bensel; Haber; conference w/ AV and DR	1.30	312.00
01/14/2005	HTH	Documents, revise Rule 26 b disclosure list	0.50	120.00
01/17/2005	AV	Review and analyze emails from client re discovery and evidence issues	0.20	48.00
01/18/2005	AV	office conference re discovery strategy and bifrucation issues	0.80	192.00
	JRC			
	AV	Review and analyze emails from clients re discovery information	0.20	48.00
	DMR	Research Discovery issue	0.50	120.00
	DMR	Meeting with JC and AV about discovery issue	1.20	288.00
01/20/2005	JRC	conference with Haber and Nelson; conferrence with Bensel; telephone conference with Bensel and Holander	3.00	720.00
	AV	office conference with outside counsel re supreme court writ; office conference with JRC re case strategy	2.20	528.00
	AV	Review and analyze and revise letter to Haber	0.50	120.00
	DMR	Legal research	2.60	624.00
	DMR	Meeting with JC and TV on writ	1.20	288.00
	HTH	Documents, revise Haber letter	0.20	48.00
	HTH	Conference w/ Cureton re: Haber meeting	0.20	48.00
01/21/2005	AV	office conference with client	0.20	48.00
	DMR	Research whether ,		

Bensel, Leroy

Page: 2

02/03/2005

Our File Number: 3895-001B

Invoice No: 52802

Air Line Pilots Association

	DMR	Meeting with JC re: '	2.50	600.00
			0.30	72.00
01/24/2005	AV	Review and analyze emails re discovery issues from clients	0.20	48.00
	AV	Review and analyze email and attached document re campaign efforts; memo to JRC	0.20	48.00
	DMR	Research	0.70	168.00
		memo		
01/25/2005	AV	Review and analyze emails and court's order	0.20	48.00
	JRC	telephone conference with client; revise fee agreement	0.40	96.00
	DMR	Telephone w/ client Called Sue to discuss medical release forms	0.20	48.00
	DMR	Depositions, prepare Set up depositions of defendants	0.20	48.00
01/28/2005	AV	Review and analyze emails from clients and JRC	0.20	48.00
	HTH	Conference w/ B. Bensel re: motion to intervene	0.20	48.00
		For Current Services Rendered	22.20	5,328.00

Expenses

01/31/2005	Photocopy charges	
	Total Expenses	5.50
		5.50
	Total Current Work	5,333.50
	Previous Balance	\$272,196.08

Payments

Total Payments for 02/03/2005	-23,377.66
-------------------------------	------------

Balance Due, Please Remit	<u>\$254,151.92</u>
---------------------------	---------------------

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
312.00	15,252.00	0.00	0.00	5,737.50	227,516.92

Your Sovereign Bank Trust account balance is

02/02/2005	Opening Balance	\$23,377.66
	Firm Fees	
	PAYEE: Cureton, Caplan	-23,377.66
	Closing Balance	<u>\$0.00</u>



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
03/03/2005
Our File Number: 3895-001B
Invoice No: 53796

Air Line Pilots Association

*Payments received after 03/03/2005
are not included on this statement.*

Services

02/01/2005	JRC	conference with Bensel	1.10	264.00
	AV	Review and analyze emails from pilots	0.20	48.00
02/03/2005	AV	Telephone conference with Bensel re order to show cause; telephone conference with TH and Bensel and conference with JRC re same	0.80	192.00
	JRC	telephone conference with Bensel; conf. with AV re: Haber petition to show cause.	0.50	120.00
	HTH	Telephone w/ client re: intervention	0.20	48.00
	HTH	Conference w/ Irenas re: petition to appoint class counsel	0.30	72.00
02/04/2005	HTH	Correspondence with Irenas, J. re: Irenas	0.20	48.00
	HTH	review petition for special class counsel appointment; email client	0.40	96.00
	HTH	Conference w/ JRC	0.20	48.00
	AV	Review and analyze emails re order to show cause; prepare response	0.30	72.00
02/05/2005	JRC	review order to show cause filed by Haber	0.30	72.00
	JHL	conference with JRC	1.00	240.00
02/07/2005	AV	Review and analyze petition for additional counsel; conferences with Bensel	0.80	192.00
	AV	Telephone conference with APA counsel; memo to TH and JRC; conference re position on Haber application	0.60	144.00
	HTH	Conference w/ AV. Emails re: motion to appoint class counsel	0.20	48.00
	DMR	Legal memorandum, prepare Re: ;	0.80	192.00
	AV	Review and analyze memo re cert.; memo to JRC	0.30	72.00
02/08/2005	AV	Telephone conferences with client; read and review emails re pending petition for appointment of counsel	0.60	144.00
	AV	Preparation of response to petition for appointment of appeal counsel	1.50	360.00
	AV	Review and analyze opposition by APA to petition for additional counsel; conference with JRC	0.50	120.00
	DMR	Legal memorandum, prepare Re:	1.50	360.00

Bensel, Leroy

Page: 2

03/03/2005

Our File Number: 3895-001B

Invoice No: 53796

Air Line Pilots Association

02/09/2005	AV	Review and analyze submissions; prepare for hearing on order to show cause for appointment of counsel for writ	1.20	288.00
	AV	Travel to and From court; attend hearing	4.40	1,056.00
	AV	Outside conference with clients	1.00	0.00
	HTH	Document Examine/Review papers re: clase counsel/conv. with Tony	0.30	72.00
02/10/2005	AV	Review and analyze various postings re court hearing; telephone conversation with Bensel	0.50	120.00
	AV	Review and analyze proposed order; prepare revisions to order	1.30	312.00
	JRC	telephone conference with Bensel; with Hollander; conf. with Valenti; review emails from Brady, Arthur and Comlish	1.00	240.00
	JRC	telephone conference with Alex Stremmler	0.30	72.00
02/11/2005	JRC	draft Rule 26 disclosures	2.10	504.00
	AV	Review and analyze proposed order; telephone conference with special counsel re proposed order	0.70	168.00
	AV	Review and analyze client emails and documents re disclosures	0.30	72.00
02/12/2005	HTH	Prepare pleading/motion rule 26 disclosures (documents)	0.80	192.00
02/14/2005	AV	Preparation of revisions to proposed order, emails to opposing counsels re same	0.70	168.00
	HTH	Meeting w/ B. Bendsel re: named plaintiff issues	0.20	48.00
02/16/2005	AV	Correspondence with Connell, J.	0.20	48.00
	AV	Review and analyze transcript; prepare revision to proposed order; letter to court	1.80	432.00
02/18/2005	AV	Review and analyze client emails	0.20	48.00
02/24/2005	JRC	review writ of cert; telephone conference with Bensel; conf. with Stremmler	2.00	480.00
02/25/2005	AV	Review and analyze order; review petition; review website for compliance; conference with JRC	0.70	168.00
02/27/2005	JRC			0.00
02/28/2005	AV	Review and analyze website disclaimer; memo to JRC For Current Services Rendered	0.20	48.00
			32.20	7,488.00

Expenses

02/01/2005	Long distance telephone charges	1.31
02/16/2005	Postage	1.20
02/28/2005	Photocopy charges	17.25
	Total Expenses	19.76

Advances

02/15/2005	Transcription fees - Francis Gable	528.00
02/16/2005	Courier fee - UPS	11.77
	Total Advances	539.77

Bensel, Leroy

Air Line Pilots Association

Page: 3
03/03/2005
Our File Number: 3895-001B
Invoice No: 53796

Total Current Work	8,047.53
Previous Balance	\$254,151.92

Payments

Total Payments for 02/24/2005	-15,528.00
-------------------------------	------------

Balance Due, Please Remit	<u>\$246,671.45</u>
---------------------------	---------------------

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
5,333.50	312.00	15,252.00	0.00	0.00	217,726.42



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
04/04/2005
Our File Number: 3895-001B
Invoice No: 54734

Air Line Pilots Association

*Payments received after 04/04/2005
are not included on this statement.*

Services

03/01/2005	AV	Review and analyze email from JRC; prepare response re class issues with respect to petition for cert	0.20	48.00
03/03/2005	DMR	Telephone conference with judge and parties re: discovery schedule	0.30	72.00
	DMR	Plan and prepare for phone conference with Judge Donio and parties	0.30	72.00
03/05/2005	JRC	email Alex re: discovery tasks to be performed.	0.30	72.00
03/09/2005	JRC	conference with attorneys re: drafting offensive discovery requests; review written materials.	2.80	672.00
	DMR	Meeting JRC and client re: discovery and subpoenas	1.40	336.00
	DMR	Prepare Requests for production of documents	1.40	336.00
	AV	office conference with Bud and Alex; review discovery issues	1.00	240.00
03/10/2005	JRC	confernece with Bensel and Stremmler re: discovery; review document requests	2.40	576.00
	DMR	Prepare Request for Production	1.00	240.00
	AV	Review and analyze discovery requests	0.50	120.00
03/11/2005	DMR	Draft and revise Request for Production of Documents, sent out	0.80	192.00
03/14/2005	AV	Review and analyze website disclaimer; letter to cert counsel	0.30	72.00
03/15/2005	JRC	telephone conference with Bensel; review seniority list	0.90	216.00
03/18/2005	DMR	Legal research	2.20	528.00
	DMR	Prepare Subpeona to American	0.20	48.00
03/21/2005	HTH	Conference w/ JRC re: document production issues	0.20	48.00
03/22/2005	JRC	telephone conference with Bensel; conference with Hunt re: subpoenas	0.40	96.00
	AV	Review and analyze timeline document	1.50	360.00
	HTH	File memorandum , prepare JRC re: document production strategy	0.20	48.00

Bensel, Leroy

Page: 2

04/04/2005

Our File Number: 3895-001B

Invoice No: 54734

Air Line Pilots Association

	HTH	Conference w/ DMR re: out of state subpoenas	0.20	48.00
	HTH	Conference w/ JRC re: discovery strategy	0.20	48.00
03/23/2005	AV	Review and analyze emails	0.20	48.00
03/24/2005	HTH	Documents, revise subpoena/research/conf. Ragonese	0.30	72.00
	AV	Review and analyze web site re solicitation; prepare letter	0.20	48.00
	DMR	Prepare subpoenas to American and APA	1.10	264.00
03/25/2005	JRC	conference with Bensel re: discovery status; emails to Pastore and others	1.00	240.00
	DMR	Prepare subpoenas to Hunnibell and Clark	1.20	288.00
03/29/2005	AV	Review and analyze emails from clients re events and history	0.20	48.00
03/30/2005	JRC	conference with Bensel re: his testimony; conf. with Stremler	4.00	960.00
	AV	Review and analyze and respond to memo re attorney client privilege issues	0.20	48.00
	HTH	File memorandum , prepare re: document review	0.20	48.00
	HTH	Conference w/ Alex Stremler	0.40	96.00
03/31/2005	HTH	File memorandum , prepare A. Stremler/JRC re: document production issues	0.20	48.00
	HTH	Conference w/ JRC re: case status/discovery	0.20	48.00
	JRC	conf. with Stremler; review timeline; draft subpoenas	3.60	864.00
	AV	Review and analyze status of discovery requests	0.30	72.00
		For Current Services Rendered	32.00	7,680.00

Expenses

02/09/2005	Mileage to/from Valenti, Anthony	12.15
02/09/2005	Travel expense Valenti, Anthony - Parking	7.00
03/31/2005	Photocopy charges	24.00
	Total Expenses	43.15

Advances

02/08/2005	Online legal research - Westlaw	27.20
02/11/2005	Online legal research - Westlaw	26.30
	Total Advances	53.50

Total Current Work	7,776.65
Previous Balance	\$246,671.45

Payments

Total Payments for 03/22/2005	-15,106.00
-------------------------------	------------

Balance Due, Please Remit	<u>\$239,342.10</u>
---------------------------	---------------------

		Aged Due Amounts				
0-30	31-60	61-90	91-120	121-180	181+	
0.00	13,275.03	312.00	15,252.00	0.00		202,726.42



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
05/03/2005
Our File Number: 3895-001B
Invoice No: 55886

Air Line Pilots Association

*Payments received after 05/03/2005
are not included on this statement.*

Services

04/08/2005	AV	Review and analyze motion to bifurcate; prepare internal memo re same	1.20	288.00
	JRC	telephone conference with Bensel/Pastore; telephone conference with Pastore; telephone conference with Hunt (2) re: staffing and status of discovery	1.20	288.00
04/11/2005	AV	Review and analyze emails and memos from clients re APA subpoena	0.20	48.00
04/13/2005	AV	conference with M. Katz; Dan Katz; Bud; Alex Stremmler	1.30	312.00
	TAC	Office conference with counsel re: staffing	1.00	240.00
	HTH	Meeting re: case strategy	1.00	240.00
	AV	Preparation of memo re discovery	0.20	48.00
04/17/2005	HTH	Correspondence with Hoffman, S.	1.70	408.00
04/18/2005	AV	Correspondence with Pastore, R.	1.50	360.00
	HTH	Correspondence with client (multiple emails)	0.40	96.00
	HTH	Document Examine/Review documents produced to APA/review Summation needs	0.50	120.00
	HTH	Documents, revise letter to Hoffman	0.30	72.00
	HTH	Review file re: information re: Babbitt	0.20	48.00
	HTH	Document Examine/Review timeline	0.20	48.00
	HTH	Conference w/ JRC re: issues re: letter	0.30	72.00
	JRC	telephone conference with bensel; emals to Arthur; review timeline and seniority list; review interrogatories	1.80	432.00
04/19/2005	JRC	conf. with Alex Stremmler; conf. with Henry Tyler	2.50	600.00
	AV	Review and analyze emails re discovery responses and discovery requests from clients	0.60	144.00
	AV	Review and analyze status; outside conference re discovery strategy with JRC	1.40	336.00
	AV	Review and analyze and revise letter to APA council re objections to subpoena	0.80	192.00
	AV	Review and analyze initial responses to various interrogatories	0.30	72.00
	HTH	Document Examine/Review from American re: subpoena/review		

Bensel, Leroy

Air Line Pilots Association

Page: 2

05/03/2005

Our File Number: 3895-001B

Invoice No: 55886

	supboena	0.20	48.00
04/20/2005	AV Review and analyze emails from clients re discovery responses	0.30	72.00
	AV Review and analyze draft document requests for attachment to subpoenas	0.30	72.00
	HTH Correspondence with Havermann, D. re: re: subpoena	0.30	72.00
	HTH Documents, revise letter to APA	0.20	48.00
	HTH Conference w/ JRC and B. Bensel	0.30	72.00
04/22/2005	HTH Correspondence with client re: document org issues	0.20	48.00
04/25/2005	AV Review and analyze memos re staffing and status of discovery responses	0.40	96.00
04/26/2005	AV Review and analyze emails from clients re discovery responses	0.10	24.00
	AV Review and analyze bifurcation issues; office conference re strategy	0.80	192.00
04/27/2005	AV Review and analyze letters in response to subpoena's review rules	0.20	48.00
	AV office conference re action items for discovery and case strategy	0.80	192.00
04/28/2005	AV Review and analyze subpoenas; prepare case strategy and discovery strategy	0.80	192.00
	AV Review and analyze Roland Wilder documents	0.60	144.00
04/29/2005	DRD Correspondence with Irenas, J.	0.30	72.00
	For Current Services Rendered	24.40	5,856.00

Expenses

03/25/2005	Long distance telephone charges	0.70
04/14/2005	Long distance telephone charges	0.18
04/18/2005	Postage	1.06
04/20/2005	Postage	0.60
04/25/2005	Postage	2.40
04/28/2005	Postage	0.74
04/29/2005	Postage	1.85
04/29/2005	Postage	3.32
	Total Expenses	10.85

Advances

03/31/2005	Online legal research - Westlaw	461.12
04/21/2005	Courier fee - UPS	11.77
04/21/2005	Courier fee - UPS	48.89
	Total Advances	521.78
	Total Current Work	6,388.63
	Previous Balance	\$239,342.10
	Balance Due, Please Remit	<u>\$245,730.73</u>

Bensel, Leroy

Page: 3

05/03/2005

Our File Number: 3895-001B

Invoice No: 55886

Air Line Pilots Association

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
7,776.65	0.00	13,275.03	312.00	15,252.00	202,726.42



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
06/03/2005
Our File Number: 3895-001B
Invoice No: 56793

Air Line Pilots Association

*Payments received after 06/03/2005
are not included on this statement.*

Services

04/26/2005	MJJ	Confer with Jerry Cureton, Anthony Valenti and Bud Bensel, review pleadings.	7.00	875.00
04/28/2005	MJJ	Review and analyze motion to bifurcate, draft correspondence to court;	6.00	750.00
04/29/2005	MJJ	Review and analyze objections to document productions;	6.50	812.50
05/02/2005	AV	Review and analyze numerous emails from clients; prepare memo r	0.90	216.00
	MJJ	Draft and revise correspondence to Magistrate regarding enforcement of discovery; review file materials	5.00	625.00
05/03/2005	AV	Review and analyze memo on	0.20	48.00
	JRC	conf. with Tyler and Hunt re: subpoena enforcement	5.00	1,200.00
	DRD	Correspondence with Donio, A.	0.30	72.00
	DRD	Correspondence with Donio, A.	0.30	72.00
	HTH	Research out of juris. subpoenas	0.50	120.00
	MJJ	Review and analyze file materials;	7.00	875.00
	AV	Review and analyze emails and memos from client	0.70	168.00
05/04/2005	HTH	File memorandum , prepare re: Summation issues	0.30	72.00
	MJJ	Review and analyze file materials;		0.00
	AV	Review and analyze emails and memos from clients	0.30	72.00
05/05/2005	JRC	conference with Tyler and Stremmler	0.50	120.00
	MJJ	Review and analyze file materials;	6.00	750.00
05/06/2005	MJJ	Confer with Alex Stremmler regarding subpoena enforcement proceedings, review file materials;	5.00	625.00
05/09/2005	AV	Review and analyze email from Bensel	0.10	24.00
	AV	Review and analyze order from court	0.10	24.00
	MJJ	Telephone conference with Texas counsel regarding subpoena enforcement; review file materials;		0.00
05/11/2005	MJJ	Confer with Jerry Cureton, Alex Stremmler, Bud Bensel regarding Texas counsel, confer with Texas counsel;	3.50	437.50

Bensel, Leroy

Air Line Pilots Association

Page: 2
 06/03/2005
 Our File Number: 3895-001B
 Invoice No: 56793

05/12/2005	AJK	Review and analyze		0.00
	DRD	Correspondence with Perrin, D.	0.30	72.00
	MJJ	Telephone conference with court and counsel regarding discovery issues, follow up on Texas counsel, confer regarding service of subpoenas;		
	AV	Review and analyze status of discovery; office conference re status and strategy	3.00	375.00
			1.20	288.00
05/16/2005	MJJ	Telephone conference with counsel for AA regarding document production; review file materials;	4.30	537.50
	DRD	Correspondence with Donio, A.	0.30	72.00
05/17/2005	JRC	telephone conference with client	0.60	144.00
	MJJ	Preparation of correspondence to Judge Donio to request discovery conference.	3.30	412.50
05/19/2005	MJJ	Review and analyze legal arguments, confer with Jerry Cureton, Alex Stremmler.	6.00	750.00
	MJJ	Review and analyze		0.00
	DRD	Correspondence with Pastore, R.	0.30	72.00
	AV	Review and analyze emails	0.20	48.00
05/23/2005	AV	Review and analyze scheduling and status memos	0.20	48.00
	AV	Review and analyze letter re discovery from Hoffman	0.20	48.00
05/24/2005	AV	Review and analyze discovery issues	0.20	48.00
	JRC	breakfast meeting with Bensel at Medport diner	2.50	600.00
	JRC	telephone conference with clients	2.00	480.00
	JRC	lunch with clients re: status of cas	1.30	312.00
	HTH	Conference w/ A. Stremmler re: case status	0.20	48.00
	AV	office conference with counsel and client class reps	2.00	480.00
	AV	Plan and prepare for court conference re discovery; conference with court and opposing counsel's re discovery disputes	1.80	432.00
05/25/2005	AV	Review and analyze email from Jim Author	0.10	24.00
		For Current Services Rendered	85.20	13,249.00

Expenses

04/20/2005	Postage	
04/25/2005	Postage	0.60
04/28/2005	Postage	2.40
04/29/2005	Postage	0.74
04/29/2005	Postage	1.85
05/02/2005	Postage	3.32
05/02/2005	Photocopy charges	1.11
05/06/2005	Postage	228.00
05/06/2005	Postage	3.95
05/12/2005	Postage	0.74
05/17/2005	Postage	1.52
05/17/2005	Postage	1.52
05/18/2005	Postage	4.56
05/19/2005	(miscellaneous expense) John Clark - Witness Fee	1.52
05/19/2005	Postage	50.00
05/19/2005	Postage	1.29
05/19/2005	Postage	0.60
05/20/2005	Postage	0.37
		3.00

Bensel, Leroy

Air Line Pilots Association

Page: 3

06/03/2005

Our File Number: 3895-001B

Invoice No: 56793

05/20/2005	Postage	
05/23/2005	Postage	4.80
05/31/2005	Photocopy charges	4.65
05/31/2005	Photocopy charges	9.75
05/31/2005	Photocopy charges	4.00
05/31/2005	Long distance telephone charges	325.50
	Total Expenses	<u>2.88</u>
		658.67

Advances

04/11/2005	Online legal research - Westlaw	
04/25/2005	Courier fee - UPS	180.81
04/25/2005	Courier fee - UPS	11.77
04/26/2005	Courier fee - UPS	11.77
04/26/2005	Courier fee - UPS	19.44
05/20/2005	Courier fee - UPS	19.44
	Total Advances	<u>18.07</u>
		261.30
	Total Current Work	14,168.97
	Previous Balance	\$245,730.73
	Balance Due, Please Remit	<u>\$259,899.70</u>

		Aged Due Amounts			
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
0.00	14,165.28	0.00	13,275.03	15,564.00	202,726.42



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
07/13/2005
Our File Number: 3895-001B
Invoice No: 58177

Air Line Pilots Association

*Payments received after 07/13/2005
are not included on this statement.*

Services

06/01/2005	JRC	conference with firm re: ; telephone		
	AV	conference with clients	3.00	720.00
		Office conference re case status and strategy	2.20	528.00
06/02/2005	JRC	meeting with alex Stremmler		
	DRD	Correspondence with Havermann, D.	0.30	72.00
	LWG	Documents, prepare witness files & update information in 4D	0.30	72.00
	AV	Review and analyze discovery requests and responses to discovery requests; review and analyze emails from clients re discovery responses; Office conference with alex	1.00	240.00
			1.20	288.00
06/03/2005	LWG	Documents, classify, organize update with list and prepare with folders		
			2.50	600.00
06/07/2005	AV	Review and analyze draft discovery responses		
			0.40	96.00
06/08/2005	AV	Review and analyze and revise discovery responses		
	AV	Telephone conference with Katz re discovery issues; prepare memo re same; telephone conference with Alex	0.70	168.00
			0.60	144.00
06/09/2005	AV	Review and analyze and finalize discovery responses; review and analyze outstanding discovery issues		
			2.00	480.00
06/10/2005	AV	Telephone conference with Alex re outstanding discovery issues		
	PAR	Documents, prepare Order	0.40	96.00
			0.30	72.00
06/13/2005	JRC	conference with Alex Stremmler re: discovery from Minerva; ALPA.		
	AV	Review and analyze documents received from opposing counsel	0.50	120.00
	AV	Telephone conference with Alex	0.60	144.00
			0.20	48.00
06/14/2005	DRD	Correspondence with Katz, D.		
	LWG	Documents, prepare update witness lists	0.30	72.00
			3.50	840.00
06/15/2005	LWG	Prepare updates to witness list		
			4.00	960.00
06/23/2005	AV	Review and analyze emails from clients and responses from Alex		
			0.20	48.00

Bensel, Leroy

Air Line Pilots Association

Page: 2

07/13/2005

Our File Number: 3895-001B

Invoice No: 58177

AV	office conference with JRC and telephone conference with Alex re document production arrangements	0.40	96.00
AV	Preparation of memo to JRC re document production	0.10	24.00
06/24/2005 AV	Telephone conferences with client and with opposing counsel's office re document inspection; Office conference with JRC and with TH re same	0.80	192.00
06/27/2005 AV	Review and analyze outstanding issues re clients and staffing; Office conference with various firm members re same	0.80	192.00
AV	Review and analyze documents from clients re timelines and documents produced by American	0.30	72.00
HTH	Meeting re: case management	0.50	120.00
06/28/2005 AV	Telephone conference with opposing counsel re document destruction issues; office conference re strategy re same	0.60	144.00
AV	Review and analyze issues re spoliation	0.30	72.00
06/29/2005 AV	review and analyze spoliation case law; prepare for status conference; status conference with court	1.90	456.00
AV	office conference with Bensel and with Alex re strategy	0.40	96.00
06/30/2005 AV	Review and analyze emails	0.20	48.00
AV	Telephone conference with Alex	0.20	48.00
AV	Review and analyze staffing and workload issues	0.60	144.00
	For Current Services Rendered	31.30	7,512.00

Expenses

06/02/2005	Postage	
06/02/2005	Postage	4.75
06/07/2005	Postage	0.74
06/07/2005	Postage	0.74
06/09/2005	Travel expense Cureton, Jerald R. - Lunch Meeting	4.42
06/13/2005	Postage	32.95
06/13/2005	Postage	1.06
06/13/2005	Postage	1.06
06/14/2005	Long distance telephone charges	0.83
06/27/2005	Postage	2.09
06/27/2005	Postage	0.60
06/30/2005	Scanned Documents:	0.83
06/30/2005	Photocopy charges	532.95
	Total Expenses	13.50
		596.52

Advances

05/03/2005	Online legal research - Westlaw	
	Total Advances	8.11
		8.11
	Total Current Work	8,116.63
	Previous Balance	\$259,899.70
	Balance Due, Please Remit	<u>\$268,016.33</u>

Bensel, Leroy

Air Line Pilots Association

Page: 3
07/13/2005
Our File Number: 3895-001B
Invoice No: 58177

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
0.00	14,168.97	6,388.63	7,776.65	13,275.03	218,290.42

CURETON CLARK

3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
07/13/2005
Our File Number: 3895-001B
Invoice No: 58187

Air Line Pilots Association

*Payments received after 07/13/2005
are not included on this statement.*

Advances

09/08/2005	Outside Duplicating Service -- Encore Lex Solutio Corp	3,478.31												
	Total Advances	3,478.31												
	Total Current Work	3,478.31												
	Previous Balance	\$268,016.33												
	Balance Due, Please Remit	<u>\$271,494.64</u>												
	Aged Due Amounts													
	<table border="0"> <thead> <tr> <th><u>0-30</u></th> <th><u>31-60</u></th> <th><u>61-90</u></th> <th><u>91-120</u></th> <th><u>121-180</u></th> <th><u>181+</u></th> </tr> </thead> <tbody> <tr> <td>8,116.63</td> <td>14,168.97</td> <td>6,388.63</td> <td>7,776.65</td> <td>13,275.03</td> <td>218,290.42</td> </tr> </tbody> </table>	<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>	8,116.63	14,168.97	6,388.63	7,776.65	13,275.03	218,290.42	
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>									
8,116.63	14,168.97	6,388.63	7,776.65	13,275.03	218,290.42									

SCURETON CLARK

3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053Page: 1
08/11/2005
Our File Number: 3895-001B
Invoice No: 59509

Air Line Pilots Association

*Payments received after 08/11/2005
are not included on this statement.*Services

07/05/2005	AV	Review and analyze letter; office conference re staffing and client issues	0.40	96.00
07/06/2005	LWG	Prepare tapes of meetings from disc	0.50	120.00
07/07/2005	HTH	Correspondence with Bensel, L. re: cover letter	0.30	72.00
	HTH	Documents, prepare termination agreement	1.00	240.00
	HTH	Documents, prepare termination agreement/revise/discuss with TAC	1.30	312.00
	AV	Office conference with various re	1.00	240.00
	AV	Telephone conference with Alex re status and action items	0.50	120.00
07/08/2005	AV	Review and analyze action items and schedule; review and revise termination agreement and letter	0.70	168.00
07/11/2005	AV	Review and analyze and respond to memos re	0.30	72.00
	AV	Review and analyze status of discovery; telephone conference with Alex	0.40	96.00
	AV	Review and analyze issues re ALPA destruction of documents	1.40	336.00
07/12/2005	AV	Review and analyze various emails re termination of representation; prepare responses; telephone conference with Alex	0.60	144.00
	AV	Office conferences and Telephone conference with JRC	0.40	96.00
07/13/2005	AV	office conferences re termination issues; telephone conference with Alex re discovery deficiencies	0.60	144.00
07/14/2005	DRD	Correspondence with Rabil, M.	0.30	72.00
	AV	Review and analyze emails	0.20	48.00
07/15/2005	AV	Review and analyze Comlish email and Alex response; telephone conference with Alex re same	0.50	120.00
07/18/2005	JRC	meetings with Clark, valenti and Hunt re: letter to court.	1.50	360.00
	AV	Office conferences with JRC and TAC; prepare letter to court; review and respond to emails from Alex re status and		

Bensel, Leroy

Air Line Pilots Association

Page: 2
 08/11/2005
 Our File Number: 3895-001B
 Invoice No: 59509

	discovery issues	0.70	168.00
07/19/2005	JRC telephone conference with Finucan; review multiple emails	8.00	1,920.00
	AV Review and analyze various emails; Office conference with JRC	0.50	120.00
07/20/2005	AV Review and analyze emails	0.20	48.00
	JRC telephone conference with Jim Arthur	1.00	240.00
07/21/2005	JRC telephone conference with Case, Brady, Comlish Arthur	1.00	240.00
07/25/2005	AV Review and analyze emails re status; prepare email to THT and TAC re same	0.30	72.00
	JRC telephone conference with Alex Stremler	0.30	72.00
07/26/2005	JRC telephone conference with to Court (J. Donio) to schedule in person conference	0.20	48.00
	For Current Services Rendered	24.10	5,784.00

Expenses

06/30/2005	Long distance telephone charges	1.47
06/30/2005	Postage	0.37
06/30/2005	Postage	0.60
06/30/2005	Postage	0.37
07/05/2005	Walmart- Cassettes for Bensel	7.39
07/14/2005	Postage	0.74
07/18/2005	Postage	1.85
	Total Expenses	12.79

Advances

06/28/2005	Online legal research - Westlaw	52.81
07/13/2005	Service Fees - Guaranteed Subpoena Service, Inc.	29.95
07/20/2005	Courier fee - UPS	11.77
	Total Advances	94.53
	Total Current Work	5,891.32
	Previous Balance	\$271,494.64

Payments

Total Payments for 07/15/2005	-3,478.31
Balance Due, Please Remit	<u>\$273,907.65</u>

Aged Due Amounts					
0-30	31-60	61-90	91-120	121-180	181+
8,116.63	0.00	14,168.97	6,388.63	15,718.18	223,623.92



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
09/07/2005
Our File Number: 3895-001B
Invoice No: 59874

Air Line Pilots Association

*Payments received after 09/07/2005
are not included on this statement.*

Services

08/01/2005	JRC	telephone conference with: Jim Arthur	0.30	72.00
	AV	Telephone conferences with Alex and conference with JRC re Matt Comlish request for conference call; call to comlish	0.30	72.00
08/02/2005	HTH	Telephone Bud Bensel	0.20	48.00
08/03/2005	HTH	Telephone Attorney John Berger	0.30	72.00
08/04/2005	AV	Review and analyze email from Alex re class reps question re excluding non-contributing class members; prepare response	0.30	72.00
	AV	Review and analyze emails and responses re class counsel and class realignment issues; telephone conference with Alex	0.50	120.00
08/05/2005	HTH	Correspondence with Bensel	0.20	48.00
	AV	Office conferences re conference call with court and status	0.80	192.00
08/08/2005	AV	Review and analyze emails from Bensel re case history and withdraw; prepare draft response for TH	0.80	192.00
	AV	Plan and prepare for status conference	0.30	72.00
	AV	Telephone conference (status) with court and opposing counsels	0.40	96.00
	AV	Telephone conference with Alex re status conference and strategy going forward	0.40	96.00
	HTH	Telephone conference with JRC	0.20	48.00
	HTH	Correspondence with Bensel/review/discuss with TAC/AV	0.80	192.00
	HTH	Documents, prepare reply to Bensel	0.70	168.00
	HTH	Conference w/ Court	0.50	120.00
	HTH	Conference w/ JRC re: case strategy	0.30	72.00
08/09/2005	AV	Review and analyze court order from conference	0.10	24.00
	AV	Review and analyze email from Alex re status of enforcement of subpoenas	0.10	24.00
08/10/2005	AV	Review and analyze TH email to Bensel re events to date	0.10	24.00
08/11/2005	HTH	Correspondence with J. Arthur	0.30	72.00
	AV	Review and analyze emails and responses from various class members concerning status and class representation issues	0.40	96.00

Bensel, Leroy

Air Line Pilots Association

Page: 2
 09/07/2005
 Our File Number: 3895-001B
 Invoice No: 59874

08/15/2005	AV	Review and analyze emails and responses to Jim Arthur; telephone conference with A Stremmler	0.40	96.00
	AV	Review and analyze memos re document inspection	0.20	48.00
	HTH	Correspondence with Bensel	0.20	48.00
08/16/2005	AV	office conference with Bensel re status and to review documents	0.80	192.00
	AV	Telephone conference with Hunt and Alex Stremmler	0.20	48.00
	HTH	Telephone Attorney Alex Stremmler	0.20	48.00
08/17/2005	AV	Telephone conference with Cureton re Bensel new counsel efforts and developments	0.20	48.00
08/19/2005	AV	Review and analyze emails from various class members and from counsel; Office conference with TH	0.60	144.00
	AV	Review and analyze additional emails from class members	0.10	24.00
	AV	Telephone conference with alex; review and print emails	0.40	96.00
	HTH	Conference w/client	0.50	120.00
08/22/2005	AV	Review and analyze message from Bensel; memo to legal assistant	0.10	24.00
08/23/2005	AV	Review and analyze emails	0.10	24.00
08/24/2005	AV	Review and analyze emails re termination of representation issues	0.20	48.00
08/25/2005	AV	Review and analyze email from bensel re status of deposition and subpoena enforcement	0.10	24.00
	DRD	Correspondence with Stremmler, A.	0.30	72.00
08/26/2005	AV	Review and analyze emails from Bensel re subpoena enforcement status	0.10	24.00
08/29/2005	AV	Preparation of email to HTH re motion to withdraw.	0.10	24.00
	AV	gather and organize emails for motion	0.10	24.00
08/31/2005	HTH	Prepare pleading/motion motion to file under seal; motion to withdraw	1.00	240.00
		For Current Services Rendered	14.20	3,408.00

Expenses

05/12/2005	Long distance telephone charges Deraventures, Inc.	33.75
05/24/2005	Long distance telephone charges Deraventures, Inc.	243.75
06/29/2005	Long distance telephone charges Deraventures, Inc.	188.75
07/31/2005	Long distance telephone charges	0.51
08/31/2005	Photocopy charges	66.00
	Total Expenses	532.76

Advances

08/25/2005	Courier fee - UPS	11.77
	Total Advances	11.77
	Total Current Work	3,952.53

Bensel, Leroy

Air Line Pilots Association

Page: 3
09/07/2005
Our File Number: 3895-001B
Invoice No: 59874

Previous Balance

\$273,907.65

Balance Due, Please Remit

\$277,860.18

		Aged Due Amounts				
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>	
5,891.32	8,116.63	0.00	14,168.97	14,165.28	231,565.45	



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
10/06/2005
Our File Number: 3895-001B
Invoice No: 61235

Air Line Pilots Association

*Payments received after 10/06/2005
are not included on this statement.*

Services

09/01/2005	HTH	Correspondence with Donio, A.	0.20	48.00
	AV	Office conference with JRC re withdraw issues	0.40	96.00
	HTH	Documents, prepare Cert. of Service	0.20	48.00
09/06/2005	AV	Review and analyze emails and memos re status of new counsel	0.20	48.00
09/08/2005	JRC	conference with Berger, Coleman and Shupe	2.00	480.00
	HTH	Meeting w/ Berger et. al. (partial attendance)	0.30	72.00
	JRC	conference with Berger, et al	1.60	384.00
	AV	Review and analyze emails	0.20	48.00
09/09/2005	HTH	Correspondence with Berger, J.	0.20	48.00
09/13/2005	JRC	telephone conference with Arthur; telephone conference with Stremler		0.00
09/16/2005	AV	Review and analyze email from hunt re new counsel meeting; prepare response	0.20	48.00
	HTH	Telephone Attorney Berger	0.50	120.00
09/27/2005	AV	Review and analyze email from Matt Comlish	0.10	24.00
	HTH	Telephone Attorney Berger	0.30	72.00
	HTH	Telephone Donio's chambers	0.20	48.00
	HTH	Correspondence with Donio, A.	0.20	48.00
09/28/2005	AV	Review and analyze numerous emails from clients	0.40	96.00
	AV	Review and analyze and prepare revisions to lette to clients	0.50	120.00
	AV	Office conference with JRC re status of termination of representation and related issues	0.30	72.00
	HTH	Correspondence with Bensel	1.20	288.00
	HTH	Correspondence with Connell, J.	0.10	24.00
	HTH	Correspondence with reply to Chase email	0.20	48.00
	HTH	Telephone Attorney Stremler	0.20	48.00
	HTH	Conference w/ JRC re: class issues	0.20	48.00
	HTH	Conference w/ JRC re: dealing with Bensel	0.30	72.00
09/29/2005	AV	Review and analyze emails re court conference	0.20	48.00
09/30/2005	AV	Review and analyze emails re discovery and court conference	0.10	24.00

Bensel, Leroy

Air Line Pilots Association

Page: 2
 10/06/2005
 Our File Number: 3895-001B
 Invoice No: 61235

HTH Telephone Attorney J. Berger	0.20	48.00
For Current Services Rendered	10.70	2,568.00

Expenses

08/08/2005	Long distance telephone charges Deraventures, Inc.	154.51
08/19/2005	Long distance telephone charges Deraventures, Inc.	515.03
09/01/2005	Postage	9.03
09/14/2005	Long distance telephone charges	0.37
09/28/2005	Postage	1.29
09/29/2005	Photocopy charges	32.50
	Total Expenses	712.73
	Total Current Work	3,280.73
	Previous Balance	\$277,860.18
	Balance Due, Please Remit	<u>\$281,140.91</u>

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
3,952.53	5,891.32	8,116.63	0.00	20,557.60	239,342.10



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
12/02/2005
Our File Number: 3895-001B
Invoice No: 62778

Air Line Pilots Association

*Payments received after 12/02/2005
are not included on this statement.*

Services

10/03/2005	HTH	Correspondence with Donio, A.	0.50	120.00
	HTH	Conference w/ court	0.50	120.00
	AV	Telephone conferences (3) with Alex	0.50	120.00
10/11/2005	HTH	Document Examine/Review all emails re: withdrawal support	2.00	480.00
10/12/2005	HTH	Document Examine/Review corres. files	0.70	168.00
	RAH	Online legal research re	1.00	240.00
10/13/2005	RAH	Online legal research re s	1.50	360.00
10/14/2005	RAH	Legal research cases in DNJ re:	0.90	216.00
10/15/2005	HTH	Documents, prepare Declaration/Certification	0.20	48.00
	HTH	Documents, prepare certification in support of MOTion to Withdraw	3.20	768.00
10/17/2005	AV	Review and analyze memos and review withdraw requirements issues	0.20	48.00
	AV	Review and analyze and revise certification for motion to withdraw	1.50	360.00
10/18/2005	AV	Preparation of proposed order for motion under seal	0.20	48.00
	HTH	Prepare pleading/motion ancillary papers	1.00	240.00
	HTH	Documents, prepare Brief	0.20	48.00
	HTH	Correspondence with Donio, A.	0.10	24.00
	HTH	Brief, prepare in support of motion to withdraw	1.60	384.00
	AM	Preparation of motion for electronic filing	2.10	504.00
10/19/2005	AV	Review and analyze email from hunt; prepare response	0.20	48.00
10/20/2005	AV	Review and analyze memos re conference call	0.20	48.00
	AV	Review and analyze motion papers; Office conference with TAC; status conference with court; memo to TH and JRC re conference result	1.20	288.00
	TAC	Office conference with AV re: status conference	0.30	72.00
10/21/2005	TAC	Review and analyze various emails re: conference	0.20	48.00

Bensel, Leroy

Air Line Pilots Association

Page: 2
 12/02/2005
 Our File Number: 3895-001B
 Invoice No: 62778

AV	Review and analyze memos re pending motion; prepare responses		
AV	Review and analyze emails	0.30	72.00
		0.20	48.00
10/24/2005 AV	Review and analyze email; telephone conference with TH	0.20	48.00
10/28/2005 AV	Review and analyze email	0.10	24.00
10/31/2005 AV	Review and analyze email re hearing scheduling; prepare email to HTH	0.10	24.00
11/02/2005 HTH	Telephone Bensel	0.10	24.00
11/03/2005 AV	Review and analyze opposition to motion from class representative	0.20	48.00
11/04/2005 AV	Review and analyze emails re motion scheduling	0.10	24.00
11/14/2005 AV	Review and analyze emails and limited oppositions to withdraw motions	0.20	48.00
HTH	Correspondence with Donio, A.	0.10	24.00
11/15/2005 AV	Review and analyze emails re status	0.30	72.00
11/29/2005 AV	Office conference with HTH re motion hearing and		
HTH	Hearing, prepare for oral argument/motion to withdraw	0.30	72.00
		0.50	120.00
11/30/2005 AV	Office conference with TAC re motion hearing results	0.20	48.00
HTH	Court appearance motion to withdraw	2.50	600.00
	For Current Services Rendered	25.40	6,096.00

Expenses

10/03/2005	Long distance telephone charges Deraventures, Inc.	
10/14/2005	Long distance telephone charges	78.48
10/19/2005	Postage	0.74
10/20/2005	Long distance telephone charges Deraventures, Inc.	3.95
10/31/2005	Photocopy charges	65.40
	Total Expenses	188.07

Advances

09/01/2005	Online legal research - Westlaw	
	Total Advances	42.05
		42.05
	Total Current Work	6,326.12
	Previous Balance	\$281,140.91
	Balance Due, Please Remit	<u>\$287,467.03</u>

		Aged Due Amounts				
0-30	31-60	61-90	91-120	121-180	181+	
0.00	3,280.73	3,952.53	5,891.32	8,116.63	259,899.70	



3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053

Page: 1
03/02/2006
Our File Number: 3895-001B
Invoice No: 65698

Air Line Pilots Association

*Payments received after 03/02/2006
are not included on this statement.*

Services

12/21/2005	AV	Review and analyze emails and responses re status of new counsel	0.20	48.00
12/23/2005	AV	Review and analyze emails re status of counsel	0.20	48.00
01/20/2006	AV	Telephone conference with potential new counsel re case	0.60	144.00
02/03/2006	HTH	Correspondence with Donio, A.	0.20	48.00
	HTH	Telephone Attorney Press	0.20	48.00
02/20/2006	HTH	Telephone Attorney Cureton	0.30	72.00
	HTH	Telephone Attorney Press	0.20	48.00
		For Current Services Rendered	1.90	456.00
		Total Current Work		456.00
		Previous Balance		\$287,467.03
		Balance Due, Please Remit		<u>\$287,923.03</u>

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
0.00	0.00	6,326.12	0.00	7,233.26	273,907.65

SCURETON CLARK

3000 Midlantic Drive Suite 200 Mt. Laurel, NJ 08054 • 856-824-1001 • fax 856-824-1008

Bensel, Leroy
5 Carter Lane
Marlton NJ 08053Page: 1
04/04/2006
Our File Number: 3895-001B
Invoice No: 66558

Air Line Pilots Association

*Payments received after 04/04/2006
are not included on this statement.*Services

03/01/2006	HTH	Telephone Attorney Katz/review Katz material	0.50	120.00
03/03/2006	HTH	Document Examine/Review letter from katz	0.20	48.00
03/08/2006	HTH	Telephone Attorney Katz	0.20	48.00
03/13/2006	AV	Review and analyze conference scheduling order	0.10	24.00
03/15/2006	HTH	Correspondence with Ted Case	0.20	48.00
03/16/2006	HTH	Hearing, prepare for	0.20	48.00
	HTH	Document Examine/Review motion to realign	0.20	48.00
	HTH	Correspondence with re: class	0.20	48.00
	HTH	Telephone Attorney Rodriquez' office	0.20	48.00
	HTH	Conference with court	0.60	144.00
03/17/2006	HTH	Meeting w/ Rodriquez/Katz	1.00	240.00
03/24/2006	AV	Review and analyze emails	0.20	48.00
03/27/2006	AV	Review and analyze emails re status and hearings coming up	0.20	48.00
		For Current Services Rendered	4.00	960.00

Expenses

02/28/2006	Scanned Documents:	
	Total Expenses	147.29
		147.29

Advances

03/10/2006	Transcription fees - Clerk, U.S. District Court	19.50
	Total Advances	19.50
	Total Current Work	1,126.79
	Previous Balance	\$287,923.03

Bensel, Leroy

Air Line Pilots Association

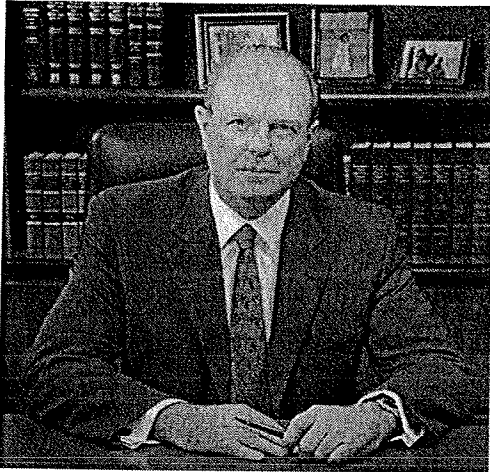
Page: 2
04/04/2006
Our File Number: 3895-001B
Invoice No: 66558

Balance Due, Please Remit

\$289,049.82

Aged Due Amounts					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
0.00	456.00	0.00	0.00	9,606.85	277,860.18

EXHIBIT G



JERALD R. CURETON

JERALD R. CURETON

Jerald R. Cureton is a founding member and President of Cureton Caplan. He maintains an extensive commercial litigation practice with emphasis on complex matters, including class actions. He has successfully represented clients in multi-million dollar lawsuits involving as many as several thousand claimants.

As a business litigator, Jerry has won multi-million dollar decisions in matters involving shareholder disputes, partnerships, contracts and fraud.

Jerry also chairs the firm's Labor and Employment Law Department, where he represents employers in a wide variety of industries. His labor and employment background began as staff attorney at the National Labor Relations Board. Since then he has advised employers in union elections, unfair labor practices, contract negotiations and arbitrations. He routinely advises clients on employment discrimination issues, downsizing, employment terminations, and personnel policies. He is an accomplished trial attorney.

Jerry earned a Bachelor of Arts in Business Administration from Temple University and his *Juris Doctor* from Marshall-Wythe School of Law at the College of William and Mary. He has been practicing law since 1973.

He has extensive involvement in southern New Jersey on behalf of civic and charitable organizations. He is a Board Member and Past-Chair of the Delaware Valley Regional Planning Commission, as well as the Burlington County College Foundation. He was recently appointed Chairman of the Economic Redevelopment Committee, Burlington Chamber of Commerce. He is also member of the New Jersey, Pennsylvania and Florida Bar Associations. Locally, he is a member of the Burlington County Bar Association.

Jerry lives with his family in Riverton, New Jersey.



THOMAS A. CLARK

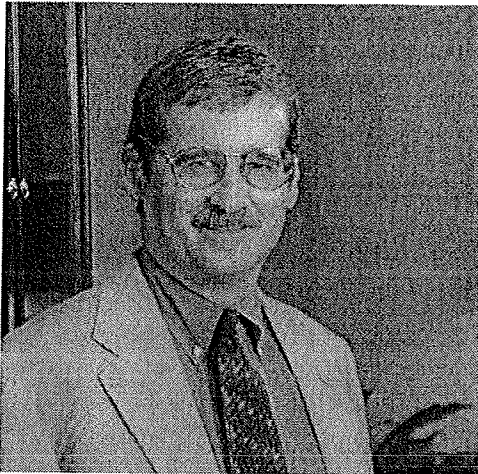
Thomas A. Clark, a founder of the firm, practices in the areas of commercial litigation, with an emphasis in creditors' rights, Uniform Commercial Code and business ownership matters, together with business transactions, real estate and environmental matters. He has successfully tried to conclusion numerous cases involving creditors' rights and related commercial disputes in all of the state trial courts in the firm's practice area, as well as in the United States District Courts in New Jersey and the Eastern District of Pennsylvania. He is special environmental counsel in southern New Jersey for several major multi-national corporations.

Tom is regularly requested to speak on the topic of creditors' rights for various professional and civic organizations. His *Collection Practice Practical Skills Manual*, originally authored for the New Jersey Institute for Continuing Legal Education in 1991, revised and updated in 1998, is distributed to all newly admitted attorneys in the state. Tom has also written and lectured on the Fair Debt Collection Practices Act since it first became applicable to attorneys in 1986.

Tom is a member of the Commercial Law League of America, the Camden and Burlington County Bar Associations. He is a member of the New Jersey State Bar Association and is past chairman and a member of its Special Civil Part Committee, which concerns itself with the functioning of the primary collection court system in New Jersey. He is a member of the New Jersey State Bar Associations and past member of the Association's Task Force on the Special Civil Part that prepared and provided a report and recommendation to the New Jersey Supreme Court. That report became part of a comprehensive revision of the rules governing the Special Civil Part Court in 1988. Tom is also on the Board of Directors of First Colonial National Bank and a member of the Voorhees Township Economic Development Committee.

Tom earned a Bachelor of Science in Business Administration and his *Juris Doctor* at West Virginia University. Upon graduation he became a law clerk for The Honorable Barry M. Weinberg, New Jersey Superior Court Judge in Camden County. He has been in practice since 1979.

Tom lives with his family in Voorhees, New Jersey.



H. THOMAS HUNT

H. Thomas Hunt is a shareholder of Cureton Caplan. Tom's transactional practice centers around the representation of dental professionals. He also represents a variety of clients in employment and complex commercial litigation matters. He has extensive experience in litigating cases in state and federal courts, including significant class action and multi-plaintiff experience.

Tom was instrumental in the sale of a series of consolidated dental practices in the \$30 million range and has represented or assisted in the representation of hundreds of dental professionals in the purchase and sale of dental practices. Tom has also appeared before the Board of Dentistry on behalf of dentists threatened with license suspensions; negotiated employment and severance agreements on behalf of dental owners and associates; negotiated contracts between dental groups and health care providers; and represented dental professionals in connection with the enforcement of covenants-not-to-compete.

In connection with his litigation practice, Tom has been instrumental in litigating cases resulting in settlements in the last three (3) years totaling in excess of \$26 million. Reported appellate decisions in which Tom was counsel of record include: Voilas v. General Motors Corporation, 170 F.3d 367 (3d Cir. 1999) (claim by 200 former plant workers for fraud not preempted under Section 301 the Labor Management Relations Act or under the Garmon Preemption Doctrine), Lesal Interiors, Inc. v. Echotree Associates, L.P., Resolution Trust Corporation, et. al., 47 F.3d 607 (3d Cir. 1995), *rev'g*, 834 F. Supp. 721 (D.N.J. 1994) (Third Circuit reverses District Court determination that the D'Oench, Dhume doctrine applies to subsidiaries of federally-insured banks).

Tom graduated from Yale University a Bachelor of Science in Electrical Engineering. He is a member of the *tau beta pi* engineering honors society. Tom received his law degree from the University of Pennsylvania, *cum laude*, and Order of the Coif, and served as an Articles Editor for the *University of Pennsylvania Law Review*. Tom has been practicing law since 1981. He is admitted to the bars of the State of New Jersey and Commonwealth of Pennsylvania, the Federal District Courts of New Jersey and Pennsylvania, and the Third Circuit Court of Appeals. Tom is a member of the Burlington County Bar Association.

Tom lives with his wife and four children in Haddonfield, New Jersey. He is an avid runner and tournament bridge player.



ANTHONY VALENTI

Anthony Valenti is a shareholder of the firm and has been with the firm since 1993. Anthony concentrates in a number of diverse practice areas important to the firm's corporate clientele. These include labor and employment, intellectual property, unfair trade practices, shareholder and partnership litigation, corporate law and general commercial litigation. He also provides legal representation to individuals in a number of areas, including insurance and estate disputes, municipal court matters and consumer disputes.

Anthony practices primarily in the state and federal courts in New Jersey and Pennsylvania and has served as lead counsel in a number of cases resulting in landmark decisions. These include Pukowski v. Caruso in which the Appellate Court of the State of New Jersey determined that the prohibitions against sexual harassment arising out of New Jersey's Law Against Discrimination did not apply to independent contractors, and Open Inns v. Chester County in which the Federal District Court for the Eastern District of Pennsylvania determined that a Sheriff assisted eviction of a corporate tenant and hotel management company violated both entities' constitutional rights.

Anthony is a frequent public speaker on employment law and other legal issues. He is an Advisory Board Member of the Kelly Anne Dolan Memorial Fund, a charitable organization, and is an active participant in a number of additional charitable and civil organizations. Anthony is an active participant in the Burlington County Chamber of Commerce and a founding member and current co-chair of the recently established Gloucester County Business and Commerce Organization. He is also a Member of the New Jersey State and Burlington County Bar Associations.

Anthony graduated from LaSalle University with a Bachelor of Science in Accounting and Management, after which he held positions as Comptroller and Director of Contracts for a leading, local government contractor. He earned his *Juris Doctor* from Widener University School of Law, Delaware, where he graduated *magna cum laude* and was a member of the Moot Court Society. He served a judicial clerkship with the Honorable Charles A. Previti of the Superior Court of New Jersey.

Anthony lives with his wife and two children in Washington Township, New Jersey.

Michael Jubanyik recently joined Cureton and Caplan as an associate attorney practicing in the firm's litigation practice group. He graduated from Albright College with a Bachelor of Arts degree in Political Science/Pre-Law. Michael earned his Juris Doctorate from Rutgers School of Law in Camden in 1988 where he received an American Jurisprudence award for Products Liability.

He comes to the firm with more than 18 years experience in insurance defense litigation and his specialties include auto negligence, construction defects, products liability, liquor liability, general negligence and Municipal Courts matters.

Michael is admitted to the bar in the State of New Jersey, the Commonwealth of Pennsylvania, and the Federal District Courts in New Jersey and the Eastern District of Pennsylvania. He is a Court appointed Arbitrator in Both Camden and Burlington Counties. He is a member of the Burlington County Bar Association.

He lives in Lumberton, New Jersey where he is the former Chairman of the Lumberton Township Board of Ethics. In his free time, Michael enjoys playing hockey, working on computers, playing guitar and spending time with his two daughters, Kacy and Sara.

Bio for David M. Ragonese

David M. Ragonese is a graduate of Rutgers University – Camden (B.A., *cum laude* 1992), where he was selected to *Pi Sigma Alpha*, the National Political Science Honor Society. David earned his J.D. from Rutgers Law School in Camden (1998) and his LL.M. in Trial Advocacy from the James E. Beasley School of Law at Temple University (2001). After law school, David served as a law clerk to the Honorable Louis F. Hornstine, New Jersey Superior Court Judge in Camden County.

Prior to joining Cureton Caplan, David served as a Deputy Attorney General for the State of New Jersey, Division of Law, where he was involved in litigation in both federal and state trial and appellate courts in New Jersey and has argued several times before the Court of Appeals for the Third Circuit. David has also conducted more than fifteen jury trials. Reported decisions in which David was counsel of record include: *Williams v. Morton*, 343 F.3d 212 (3d Cir. 2003); *Concepcion v. Morton*, 306 F.3d 1347 (3d Cir. 2002); *Little v. Terhune*, 200 F.Supp.2d 445 (D.N.J. 2002) ; *Mendez v. Draham*, 182 F.Supp.2d 430 (D.N.J. 2002) ; *Rivera v. Whitman*, 161 F.Supp.2d 337 (D.N.J. 2001); *Sonntag v. Papparrozi*, 256 F.Supp.2d 320 (D.N.J. 2003) ; *I/M/O Readoption with Amendments of N.J.A.C. 10A:23, by the New Jersey Department of Corrections*, 367 N.J.Super. 61 (App. Div. 2004).

David is licensed to practice in New Jersey, the United States District Court for the District of New Jersey, and the United States Court of Appeals for the Third Circuit. He is a member of the Camden County Bar Association and the Burlington/Camden Inn of Court. David also volunteers his time speaking at local schools about various topics on the law on behalf of the New Jersey State Bar Foundation's Speakers Bureau.

Andrew J. Kondor joined Cureton Caplan in June 2006 as an associate attorney practicing principally in trust and estate planning, trust and estate administration, probate litigation, tax matters and real estate law. Prior to joining Cureton Caplan, Andrew focused his practice in those areas for over five years with a regional firm located in Philadelphia, Pennsylvania. He is admitted to practice in the Courts of New Jersey and Pennsylvania, as well as in the United States District Courts for the District of New Jersey and the Eastern District of Pennsylvania.

Andrew graduated from Trenton State College, *cum laude*, with a Bachelor of Arts degree in Political Science and Public Administration, and earned his Juris Doctor from Rutgers-Camden School of Law. Andrew is currently enrolled in the Estate Planning Certificate Program of the Graduate Law Division at Temple University - James E. Beasley School of Law, and upon receipt of the Certificate will continue his studies in the Masters in Tax Law Program.

After earning his Juris Doctor, Andrew was selected to serve a one year term as a law clerk for nearly thirty-five administrative law judges at the New Jersey Office of Administrative Law located in Trenton and Newark, New Jersey. Thereafter, before entering the private practice of law, Andrew served as a Legal Specialist/Regulatory Officer with the New Jersey Real Estate Commission, where he prosecuted disciplinary actions against real estate licensees in formal administrative hearings before the Commission, and assisted in drafting regulations governing the real estate industry.

Andrew resides in Marlton, New Jersey with his wife, Lynn Marie, and son, Brighton, with whom he enjoys spending his free time. Andrew also enjoys spending time at the Jersey shore, traveling and being involved with his son's sporting and recreational events.